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DECLARATION AND POWER OF ATTORNEY

We, (a) Tyler Lowrey, (b) Stephen J. Hudgens, and (c) Patrick Klersy

declare that we are citizens of the United States of America, residing respectively at

(a) 516 Mill River Lane, San Jose, California 95134; (b) 530 Mansion Court, Apt. 304, Santa Clara, California 95054 and (c) 766 Camilla, Lake Orion, Michigan, 48362 that we verily believe that we are the original, first and joint inventors of the invention entitled:

ELECTRICALLY PROGRAMMABLE MEMORY ELEMENT WITH REDUCED AREA OF CONTACT AND METHOD FOR MAKING SAME

the specification and claims of were filed on March 20, 2001 as application Serial No. 09/813,267, that we have reviewed and understand the contents of the above-identified specification including the claims, as amended by any amendment referred to above; that we acknowledge our duty to disclose information of which we are aware which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, Section 1.56 (a); and that no application for patent or inventor's certificate of this invention has been filed in any country foreign to the United States of America prior to this application by us or our legal representative or assigns, except as follows: NONE.

We hereby appoint the following attorneys or agents to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith:

Philip H. Schlazer	Reg. No. 42,127
Marvin S. Siskind	Reg. No. 28,153
David W. Schumaker	Reg. No. 35,017
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Each undersigned declarant declares that all statements made herein of declarant's own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

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